

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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OLD POINT INTERNATIONAL CORPORATION,

Plaintiff,

-- against --

BRUCE HILL and CHARLES HALE,

Defendants.
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Index No: 07-CV-08178 (GEL)

**DECLARATION OF
JUDD BURSTEIN, ESQ.**

JUDD BURSTEIN, ESQ. hereby declares under penalty of perjury:

1. I am an attorney duly admitted to practice before the Bar of this Court.
2. I represent Plaintiff Old Point International Corporation ("Old Point") in this action.
3. I submit this Declaration in support of Old Point's opposition to Defendants' motion to dismiss the Complaint.
4. The purpose of this Declaration is to authenticate certain documents referred to in the accompanying Memorandum of Law submitted on behalf of Old Point.
5. Annexed hereto as Exhibit A is a true and accurate copy of the Complaint in this action.
6. Annexed hereto as Exhibit B is a true and accurate copy of an e-mail I sent to Defendants' counsel, James Carroll, on October 1, 2007.
7. Annexed hereto as Exhibit C is a true and accurate copy of an e-mail I sent to Mr. Carroll on October 3, 2007.
8. Annexed hereto as Exhibit D is a true and accurate copy of an e-mail I sent to Mr. Carroll on October 4, 2007.

9. Annexed hereto as Exhibit E is a true and accurate copy of an e-mail I received from Mr. Carroll on October 4, 2007.

WHEREFORE, your Declarant prays for an Order denying Defendants' motion to dismiss or, in the alternative, granting Plaintiff leave to file an amended complaint.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed this 10th day of October, 2007, in New York, New York.



JUDD BURSTEIN